

**RESOLUTION NO. 064-13**

**TO APPROVE THE EXECUTION OF AN EFFICIENCY SMART SCHEDULE WITH AMERICAN MUNICIPAL POWER, INC.**

**WHEREAS**, the City of Napoleon, Ohio ("Municipality") owns and operates an electric utility system for the sale of electric power and associated energy for the benefit of its citizens and taxpayers; and,

**WHEREAS**, American Municipal Power, Inc. ("AMP" and formerly known as AMP-Ohio) is an Ohio nonprofit corporation, organized to own and operate facilities, or to provide otherwise, for the generation, transmission or distribution of electric power and energy, or any combination thereof, and to furnish technical services on a cooperative, nonprofit basis, for the mutual benefit of AMP members ("Members"), such Members, including Municipality, being, as of the date hereof, political subdivisions that operate municipal electric utility systems in Ohio, Kentucky, Michigan, Pennsylvania, Virginia and West Virginia; and

**WHEREAS**, AMP and Municipality have entered into a Master Services Agreement, AMP Contract No. C-8-2013-9778, pursuant to which AMP provides certain services to Municipality as set forth in various schedules to the Master Services Agreement (the "Schedules"); and,

**WHEREAS**, AMP and the Vermont Energy Investment Corporation ("VEIC") entered into an agreement effective June 4, 2010 (the "Initial Agreement") for the implementation of an energy efficiency program for AMP known as Efficiency Smart ("ES", and originally known as Efficiency Smart Power Plant); and

**WHEREAS**, AMP and the Municipality entered into a Gorsuch Participating Subscribing Member Utility Schedule for Efficiency Smart Power Plant (the "Initial Schedule") for services to be provided in connection with the Initial Agreement; and

**WHEREAS**, the term of the Initial Agreement will expire December 31<sup>st</sup>, 2013 and AMP and VEIC have entered into a new ES agreement ("ES Agreement") for AMP to pay VEIC to continue to provide a comprehensive program of energy efficiency services ("ES Services") designed to lower the total need for higher cost electric generation facilities or purchased power and thereby reduce Municipality's customers' bills, to be offered to AMP Members; and

**WHEREAS**, the initial term of the Initial Schedule will expire December 31, 2013 and Municipality desires to continue to receive ES Services; and

**WHEREAS**, AMP had provided the Municipality with a copy of the ES Agreement; and

**WHEREAS**, AMP and Municipality desire to enter into a Schedule ("ES Schedule"), under the MSA, which provides that AMP will obtain and sell to Municipality, and Municipality will agree to take and pay for, a share of the ES Services which AMP has contracted to acquire in the ES Agreement; and NOW, THEREFORE,

**BE IT RESOLVED BY THE COUNCIL OF THE CITY OF NAPOLEON, OHIO:**

Section 1: That, the ES Schedule between Municipality and AMP, substantially in the form as on file with the Clerk/Finance Director of the City, including Appendices thereto, are approved, and the City Manager of the Municipality is hereby authorized to execute and deliver the ES Schedule, with such changes as the City Manager may approve as neither inconsistent

with this Resolution nor materially detrimental to the Municipality, his or her execution of the ES Schedule to be conclusive evidence of such approval.

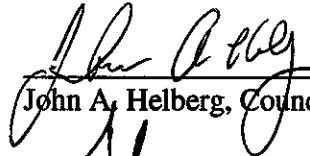
Section 2. That, the City Manager is hereby authorized to take any action necessary for Municipality to fulfill its obligations under the ES Schedule.

Section 3. That it is found and determined that all formal actions of this Council concerning and relating to the passage of this Resolution were taken in conformance with applicable open meetings laws and that all deliberations of this Council and of any committees that resulted in those formal actions were in compliance with all legal requirements including any applicable open meetings requirements.


Section 4. If any section, subsection, paragraph, clause or provision or any part thereof of this Resolution shall be finally adjudicated by a court of competent jurisdiction to be invalid, the remainder of this Resolution shall be unaffected by such adjudication and all the remaining provisions of this Resolution shall remain in full force and effect as though such section, subsection, paragraph, clause or provision or any part thereof so adjudicated to be invalid had not, to the extent of such invalidity, been included herein.

Section 5. That this Resolution shall take effect at the earliest date allowed by law.

Passed: November 18, 2013

  
John A. Helberg, Council President

Approved: November 18, 2013

  
Ronald A. Behm, Mayor

VOTE ON PASSAGE 7 Yea 0 Nay 0 Abstain

Attest:

  
Gregory J. Heath, Clerk/Finance Director

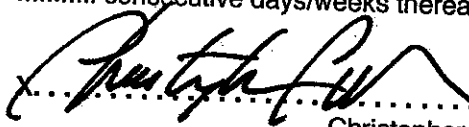
I, Gregory J. Heath, Clerk/Finance Director of the City of Napoleon, do hereby certify that the foregoing Resolution No. 064-13 was duly published in the Northwest Signal, a newspaper of general circulation in said City, on the 12<sup>th</sup> day of December, 2013; & I further certify the compliance with rules established in Chapter 103 of the Codified Ordinances Of Napoleon Ohio and the laws of the State of Ohio pertaining to Public Meetings.

  
Gregory J. Heath, Clerk/Finance Director

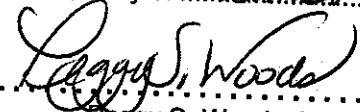
# PROOF OF PUBLICATION

State of Ohio, Henry County, ss.

Christopher Cullis, being first duly sworn, deposes and says that he is the Publisher of the Northwest Signal, a daily newspaper published in Napoleon, in said Henry County, Ohio, and of general circulation therein; that the annexed advertisement and notice was printed and published in said newspaper for ..... days/weeks, the first insertion being on the ..12... day of December 2013 and for .....0..... consecutive days/weeks thereafter.

  
.....  
Christopher Cullis

Subscribed to in my presence and sworn before me this 24 day of December 2013

x.   
.....  
Peggy S. Woods, Notary Public

My Commission expires: September 4, 2016

Notary Fees ..... \$ 1.00  
Printer's Fees ..... \$ 193.80

## SUMMARY OF ORDINANCES AND RESOLUTIONS

(PURSUANT TO ARTICLE II, SECTION 2.15 OF THE CITY CHARTER, CHAPTER 121 OF THE CODE OF ORDINANCES AND COUNCIL RULE 6.2.4.1, AS WELL AS APPLICABLE PROVISIONS OF ORC CHAPTER 731)

### NOTICE

A copy of the ordinance(s) and resolution(s) shall be available for review at the City of Napoleon, 1234 Main Street, Napoleon, Ohio 44662. The City of Napoleon may also be contacted at (419) 338-1234. The ordinance(s) and resolution(s) shall be available for review at the City of Napoleon, 1234 Main Street, Napoleon, Ohio 44662. The City of Napoleon may also be contacted at (419) 338-1234.

### Ordinance 059-13

**AN ORDINANCE TO APPROVE CURRENT AUGUST 2013 REPLACEMENT PAGES TO THE NAPOLEON CODIFIED ORDINANCES.**  
In this legislation, the City of Napoleon approved the August 2013 replacement pages to the Napoleon Codified Ordinances.

### Ordinance 059-13

**AN ORDINANCE AMENDING CHAPTER 197 OF THE CITY OF NAPOLEON'S PERSONNEL CODE REGARDING VACATION COMPUTATION UPON RETIRE/REHIRE.**  
In this legislation, the City of Napoleon amended the Personnel Code for the way vacation computation is figured upon retire/rehire.

### Resolution 061-13

**A RESOLUTION PLACING AN ISSUE FOR ADVISORY ELECTION ON THE BALLOT AT THE MAY 2014 GENERAL ELECTION SEEKING THE AUTHORIZATION OF THE CITY OF NAPOLEON TO CEASE OPERATING ITS POLICE, FIRE AND EMS DISPATCH AS IT CURRENTLY OPERATES AND OUTSOURCE SAID OPERATIONS TO THE HENRY COUNTY SHERIFF'S OFFICE.**  
In this legislation, the City of Napoleon will be placing on the May 6, 2014 ballot whether to cease operating police, fire and EMS dispatch and outsource to Henry County Sheriff's Office.

### Resolution 064-13

**TO APPROVE THE EXECUTION OF AN EFFICIENCY SMART SCHEDULE WITH AMERICAN MUNICIPAL POWER, INC.**  
In this legislation, the City of Napoleon executed an efficiency smart schedule with AMP, Inc.

All of the above summaries are approved as to form and correctness by Trevor M. Hayberger, City Law Director